

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

DEC 16 2003

OFFICE OF
MANAGING DIRECTOR

M. Blake Cleary
Young, Connaway, Stargatt & Taylor, LLP
1000 West Street, 17th Floor
Wilmington, DE 19801

Re: Request for waiver of Fiscal Year (FY) 2003
Regulatory Fees
Control No. 00000RROG-04-014

Dear M. Blake Cleary:

This letter responds to your request dated September 25, 2003 for waiver of FY 2003 regulatory fees filed on behalf of CTC Communications Corporation and CTC Communications of Virginia. In your petition, you state that on October 3 and October 10, 2002, respectively, CTC Communications Corporation and CTC Communications of Virginia each filed voluntary petitions pursuant to Chapter 11 of the United States Bankruptcy Code for the District of Delaware. As evidence, you have submitted copies of both bankruptcy petitions. You state further that the bankruptcy cases are being jointly administered. You have submitted Form 159 for each company for FY 2003 fees calculated based on calendar year 2002, 75 per cent of which you indicate are prepetition fees. You explain that the Commission, in order to make a claim for payment of prepetition fees, would need to file a claim with the Debtors' court-appointed claims agent. As to the 25 per cent remainder of the fees, you have requested a waiver based on financial hardship. You explain further that CTC Communications Corporation and CTC Communications of Virginia recently have filed a chapter 11 reorganization plan.

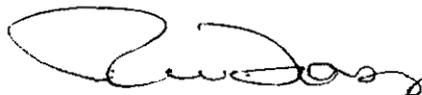
The Commission will grant waivers of its regulatory fees on a sufficient showing of financial hardship, and evidence of bankruptcy or receivership is sufficient to establish financial hardship. *See Implementation of Section 9 of the Communications Act*, 10 FCC Rcd, 12,759, 12761-62 (1995) (waivers granted for licensees whose stations are bankrupt, undergoing Chapter 11 reorganization, or in receivership). You have submitted evidence establishing that CTC Communications Corporation and CTC Communications of Virginia began Chapter 11 proceedings on October 3 and 10, 2002, respectively, and you state that those proceedings still are ongoing. Therefore we grant a waiver of the FY 2003 regulatory fees for the total amount of \$170,526.37 for CTC Communications Corp. and \$2,184.63 for CTC Communications of Virginia.

M. Blake Cleary

2.

If you have any questions concerning this letter, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,

A handwritten signature in black ink, appearing to read "Mark A. Reger". The signature is fluid and cursive, with a large initial "M" and "R".

 Mark A. Reger
Chief Financial Officer

00000 RRO6-04-014

COPY

YOUNG CONAWAY STARGATT & TAYLOR, LLP

BRUCE M STARGATT
STUART B YOUNG
DENY CASTLE
SHELDON SANDLER
RICHARD A LEVINE
RICHARD A ZAPPA
FREDERICK W LOBBE
RICHARD H MOORE
DAVID C. MCBRIDE
JOSEPH A. NICHOLSUN
CRAIG A. KARSHITZ
DARBY M WILLOUGHBY
JOSEPH W INGERSOLL
ANTHONY G FLYNN
JEROME K GROSSMAN
EUGENE A. DIPINZIO
JAMES L. PATTON, JR
ROBERT L THOMAS
WILLIAM D JOHNSTON
TIMOTHY J SNYDER
BRUCE L SILVERSTEIN
WILLIAM W BOWSER
LARRY J TARABICO
RICHARD A DILIBERTO JR
MELANIE K SIEARF
CASSANDRA F ROBERTS
RICHARD J.A. POMPER
TERESA A CHEEK
MELLI MULLEN WALSH
JANET Z. CHANTON
ROBERT S BRADY
JOEL A WAITE
BRENT C SHAFER
DANIEL P JOHNSON
CRAIG D GREAR
TIMOTHY JAY HOUSEAL
BRENDAN LINEHAN SHANNON
MARTIN S LESSNER
PAULINE K MORGAN
C BARR FLINN
NATALIE WOLF
LISA B GOODMAN

JOHN W SHAW
JAMES P HUGHES, JR
EDWIN J HARRISON
MICHAEL R. NESTOR
MARGEN D LUKE
ROLIN P DISSELL (PA NY ONLY)

JOSEPH M BARRY
SEAN M BEACH
TIMOTHY P CAIRNS
M BLAKE CLEARY
CURTIS J. CROWTHER
JESSICA S DAVIS
DANIELLE GIBBS
SCOTT A. HOLT
DAWN M JONES
EDWARD J KUSNIEWSKI
TIMOTHY E LENGACK
MATTHEW B LUNN
JOSEPH A MALFITANO
ADRIA B MARTINELLI
MATTHEW B MCGUIRE
VIVIAN L MEDINILLA
MARI BETH L MINELLA
EDMOND L MORTON
JENNIFER M NICHOLS
JENNIFER R. NOEL
JOHN J PASCIETTO
ADAM W POFF
SETH J REIDENBERG
SARA BETH A REYBURN
SCOTT SALERNI
FRANCIS J. SCIAMME
STEPHEN C SMITH
JOANNE C. SPUNGER-MESSICK
JOHN E TRACEY
ALFRED VILLUCIL III
CHRISTIAN DOUGLAS WAGLIT
SARAH M ZIEG
VIRGINIA A ZRAKE

THE BRANDYWINE BUILDING
1000 WEST STREET, 17TH FLOOR
WILMINGTON, DELAWARE 19801

P.O Box 391
WILMINGTON, DELAWARE 19899-0391

(302) 571-6600
(800) 253-2234 (DE ONLY)
FAX: (302) 571-1253

WRITER'S DIRECT DIAL NUMBERS
VOICE: (302) 571-6714
FAX (302) 576-3287

E-MAIL: mbcleary@ycst.com

H ALBERT YOUNG
1929-1982
H JAMES CONAWAY, JR
1947-1990

WILLIAM F TAYLOR
EDWARD B MAXWELL, 2ND
SHELDON A WEINSTEIN
OF COUNSEL

JOHN D MCLAUGHLIN, JR
JOHN T DORSEY
SPECIAL COUNSEL

GEORGETOWN OFFICE
110 WEST FINE STREET
P.O BOX 594
GEORGETOWN DELAWARE 19947
(302) 856-3571
(800) 253-2234 (DE ONLY)
FAX: (302) 856-9338

RECEIVED

SEP 25 2003

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

September 25, 2003

VIA COURIER

Ms Marlene H Dortch, Secretary
Federal Communications Commission
236 Massachusetts Avenue, NE, Suite 100
Washington, D C. 20002
Attn: Office of Managing Director, Regulatory Fee Waiver Request

Re: Annual Common Carrier Regulatory Fees of CTC Communications Corp. and
CTC Communications of Virginia (Debtors-in-Possession in Chapter 11 Case No.
01-12953 (PJW) (Jointly Administered)

Dear Secretary Dortch:

Enclosed for submission please find the completed Form 159 for CTC Communications Corp
and CTC Communications of Virginia (collectively, "Debtors-in-Possession") for the submission of
Federal Communications Commission ("FCC") annual common carrier Regulatory Fees based on 2002
revenues For the reasons outlined below, the Debtors-in-Possession are submitting the completed form
without payment for the annual Regulatory Fees (the "2003 Annual Fees")

On October 3, 2002, and on October 10, 2002, respectively, CTC Communications Corp and
CTC Communications of Virginia each filed voluntary petitions (the "Voluntary Petitions") pursuant to
chapter 11 of the United States Bankruptcy Code (the "Bankruptcy Code") in United States Bankruptcy
Court for the District of Delaware (the "Bankruptcy Court"). The chapter 11 bankruptcy cases are being
jointly administered The Debtors-in Possession notified the FCC of those pro forma transactions shortly
after the filing. Moreover, the Debtors-in-Possession continue to operate their businesses as debtors in
possession under the Bankruptcy Code Attached for your convenience is a copy of each of the Voluntary
Petitions

This letter is to advise you that pursuant to section 362(a) of the Bankruptcy Code, the filing of a
chapter 11 petition operate as an automatic stay against (i) recovery of a claim against a debtor that arose

RECEIVED OCT 3 0 200

YOUNG CONAWAY STARGATT & TAYLOR, LLP

Ms Marlene H. Dortch

September 25, 2003

Page 2

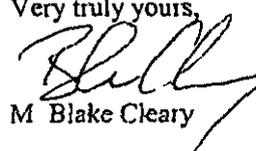
before the commencement of the case or (ii) any act to obtain possession of property of a debtor's estate
11 U.S.C. § 362

The 2003 Annual Fees are calculated at a rate of \$ 00199 per \$1 of calendar year 2002 revenue as reported on the Form 499-A filed with the FCC on April 1, 2003 by the Debtors-in-Possession. Based on the calculations of the Debtors-in-Possession, the Debtors-in-Possession owe approximately \$172,711 for the 2003 Annual Fees. Because a portion of these fees are based on calendar year 2002 revenue billed prior to the filing of the Voluntary Petitions, such fees constitute a pre-petition debt of the Debtors-in-Possession. Therefore, the Debtors-in-Possession are unable at this time to submit payment of the 2003 Annual Fees related to prepetition revenue (the "Prepetition Fees"). The Debtors-in-Possession estimate the Prepetition Fees are approximately 75% of the 2003 Annual Fees or \$129,534. Please note that this estimate may characterize a smaller portion of the 2003 Annual Fees as pre-petition obligations than would a calculation based on the actual revenues earned during the pre-petition period in the year 2002 in light of the declining revenue of the Debtors-in-Possession during the fourth quarter of 2002 as a result of the bankruptcy filing. If the Commission wishes to make a claim for payment of the Prepetition Fees, the Commission should file a proof of claim with the Debtors' court-appointed claims agent, Bankruptcy Services, LLC at 757 Third Avenue, Third Floor, New York, New York 10017, Attn: Kate Mailloux, with a copy to the undersigned. The Debtors-in-Possession reserve the right to object to any filed proof of claim.

With respect to the remaining 25% of the 2002 Annual Fees and any late fees imposed pursuant to section 11116 of the Commission's Rules, the Debtors-in-Possession respectfully request a waiver based on financial hardship. The Debtors-in-Possession have used their best efforts to continue operating their business during the chapter 11 process and are hopeful that they will be able to emerge from bankruptcy by the end of the year. To that end, the Debtors-in-Possession have recently filed a chapter 11 plan of reorganization. The Commission recently recognized that "bankruptcy generally represents sufficient evidence of financial hardship to warrant granting a waiver [of regulatory fees]"¹. The Debtors-in-Possession respectfully note that the requested waiver would not exceed the \$ 500,000 cap that the Commission recently established for financial hardship waivers². Further, the Debtors-in-Possession submit that the grant of a waiver in this case would serve the public interest by allowing the Debtors-in-Possession to remain effective competitors in the telecommunications marketplace.

If you have any questions in this matter, please contact the undersigned.

Very truly yours,


M. Blake Cleary

Enclosure

cc: Michael Katzenstein, Esq.
Stephen Dube
Pamela Hintz
Jean Kiddoo, Esq.
Catherine Wang, Esq.
Pauline Morgan, Esq.

¹ In the Matter of Assessment and Collection of Regulatory Fees for Fiscal Year 2003, Report and Order, MD Docket No. 03-83, Released July 25, 2003, at para. 13.

² Id., at para. 14.

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY OMB
3060-0589
Page No 1 of 1

(1) LOCKBOX # 358835

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
CTC Communications Corp.

(3) TOTAL AMOUNT PAID (dollars and cents)
\$170,526.37

(4) STREET ADDRESS LINE NO 1 220 Bear Hill Road

(5) STREET ADDRESS LINE NO. 2

(6) CITY Waltham

(7) STATE MA (8) ZIP CODE 02451

(9) DAYTIME TELEPHONE NUMBER (include area code) 800/883-6300

(10) COUNTRY CODE (if not in U S A)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN) 0005-0136-69

(12) PAYER (TIN)

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card)
CTC Communications Corp.

(14) STREET ADDRESS LINE NO 1 220 Bear Hill Road

(15) STREET ADDRESS LINE NO 2

(16) CITY Waltham

(17) STATE MA (18) ZIP CODE 02451

(19) DAYTIME TELEPHONE NUMBER (include area code) 800/883-6300

(20) COUNTRY CODE (if not in U S A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN) 0005-0136-69

(22) APPLICANT (TIN)

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) FCC CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (PTC)
0379

(25A) QUANTITY
85,691,643

(26A) FEE DUE FOR (PTC)
\$.00199

(27A) TOTAL FEE
\$170,526.37

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2 CTC Communications Corp.

(23B) FCC CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (PTC)

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, Douglas D. Orvis II, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE DATE 7/3/03

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

VISA ACCOUNT NUMBER

EXPIRATION DATE

MASTERCARD

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described

VISA

SIGNATURE _____ DATE _____

EAD INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY OMB
3060-0589
Page No 1 of 1

) LOCKBOX # 358835

SPECIAL USE
FCC USE ONLY

SECTION A - PAYER INFORMATION

2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
CTC Communications of Virginia, Inc. (3) TOTAL AMOUNT PAID (dollars and cents)
\$2,184.63

4) STREET ADDRESS LINE NO 1 220 Bear Hill Road

5) STREET ADDRESS LINE NO. 2

6) CITY Waltham (7) STATE MA (8) ZIP CODE 02451

9) DAYTIME TELEPHONE NUMBER (include area code) 800/883-6300 (10) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

11) PAYER (FRN) 0005-0136-85 (12) PAYER (TIN)

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

13) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) CTC Communications of Virginia, Inc.

14) STREET ADDRESS LINE NO 1 220 Bear Hill Road

15) STREET ADDRESS LINE NO 2

(16) CITY Waltham (17) STATE MA (18) ZIP CODE 02451

(19) DAYTIME TELEPHONE NUMBER (include area code) 800/883-6300 (20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN) 0005-0136-85 (22) APPLICANT (TIN)

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) FCC CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (PTC) (25A) QUANTITY
0379 1,097,804

(26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY
\$0.00199 \$2,184.63

(28A) FCC CODE 1 (29A) FCC CODE 2 CTC Communications of Virginia, Inc.

(23B) FCC CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (PTC) (25B) QUANTITY

(26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY

(28B) FCC CODE 1 (29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT
I, Douglas D. Orvis II, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE DATE 2/25/03

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31) VISA ACCOUNT NUMBER EXPIRATION DATE

MASTERCARD
VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described
SIGNATURE _____ DATE _____

02-12952

FORM B1	United States Bankruptcy Court District of Delaware	Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle) CTC Communications of Virginia, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached		All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):
Soc. Sec./Tax I.D. No. (if more than one, state all): 54-1905656		Soc. Sec./Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code). 220 Bear Hill Road Waltham, Massachusetts 02451		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
County of Residence or of the Principal Place of Business: Middlesex County		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):
Location of Principal Assets of Business Debtor (if different from street address above) See attached		
Information Regarding the Debtor (Check the Applicable Boxes)		
Venue (Check any applicable box) <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.		
Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____		Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding
Nature of Debts (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business		Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form No. 3
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C § 1121(e) (Optional)		
Statistical/Administrative Information (Estimates only) <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE FOR COURT USE ONLY
Estimated Number of Creditors 1-15 16-49 50-99 100-199 200-999 1000-over <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		
Estimated Assets \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		
Estimated Debts \$0 to \$50,000 \$50,001 to \$100,000 \$100,001 to \$500,000 \$500,001 to \$1 million \$1,000,001 to \$10 million \$10,000,001 to \$50 million \$50,000,001 to \$100 million More than \$100 million <input type="checkbox"/> <input checked="" type="checkbox"/>		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): CTC Communications of Virginia, Inc.	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See Attached	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Signatures			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this Petition is true and correct. (If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.		Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10C) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	
X _____ Signature of Debtor		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.	
X _____ Signature of Joint Debtor		X _____ Date _____ Signature of Attorney for Debtor(s)	
_____ Telephone Number (if not represented by attorney)		Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No	
_____ Date		Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.	
X <u>Pauline K. Morgan</u> Signature of Attorney for Debtor(s)		_____ Printed Name of Bankruptcy Petition Preparer	
Pauline K. Morgan (No. 3650) Brendan Linehan Shannon Young Conaway Stargatt & Taylor, LLP The Brandywine Building, 17 th Floor 1000 West Avenue Wilmington, Delaware 19801 Telephone: 302/571-6600		_____ Social Security Number	
_____ Date		_____ Address	
_____ Date		_____ Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document.	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this Petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.		If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.	
X _____ Signature of Authorized Individual		X _____ Signature of Bankruptcy Petition Preparer	
Michael Katzenstein Printed Name of Authorized Individual		_____ Date	
_____ Interim Chief Executive Officer Title of Authorized Individual		A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.	
_____ Date			

ATTACHMENTS TO VOLUNTARY PETITION

A. All Other Names Used by the Debtor in the Last 6 years (Including Trade Names)

The following list of other names includes those used by subsidiaries and affiliated entities:

CTC Communications Group, Inc.	
CTC Communications Corp.	
CTC Communications Leasing Corp.	

B. Pending Bankruptcy Cases filed by an affiliate of the Debtor:

<u>Debtor</u>	<u>Case No.</u>	<u>Date Filed</u>	<u>District</u>	<u>Relationship</u>	<u>Judge</u>
CTC Communications Group, Inc.	02-12873	October 3, 2002	Delaware	Affiliate	Peter J. Walsh
CTC Communications Corp	02-12875	October 3, 2002	Delaware	Parent	Peter J. Walsh
CTC Communications Leasing Corp.	TBD	October 9, 2002	Delaware	Affiliate	TBD

C. Location of Assets of Business Debtor (if different from street address): *This debtor has few assets; however, any party interested in reviewing a more extensive list of assets should refer to the consolidated list of assets attached to the Voluntary Petition of CTC Communications Group, Inc. (Case No. 02-12873 (PJW)) filed in the United States Bankruptcy Court for the District of Delaware on October 3, 2002.*

Voluntary Petition
 (This page must be completed and filed in every case)

Name of Debtor(s):
 CTC Communications Group, Inc.

FORM B1, Page 2

Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)

Location Where Filed: Case Number: Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: CTC Communications Group, Inc. Case Number: Not Yet Assigned Date Filed: October 3, 2002

District: District of Delaware Relationship: Parent Judge: Not Yet Assigned

Signature(s) of Debtor(s) (Individual/Joint)
 I declare under penalty of perjury that the information provided in this Petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (if not represented by attorney)

 Date

Signatures

Exhibit A
 (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

Exhibit A is attached and made a part of this petition

Exhibit B
 (To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

X _____
 Signature of Attorney for Debtor(s) Date

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.
 No

Signature of Attorney

X 
 Signature of Attorney for Debtor(s)

Pauline K. Morgan
 Brandon Linehan Shannon
 Young Conway Stargatt & Taylor, LLP
 The Brandywine Building, 17th Floor
 1000 West Avenue
 Wilmington, Delaware 19801
 Telephone: 302/571-8800

10/3/02
 Date

Signature of Non-Attorney Petition Preparer

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

 Printed Name of Bankruptcy Petition Preparer

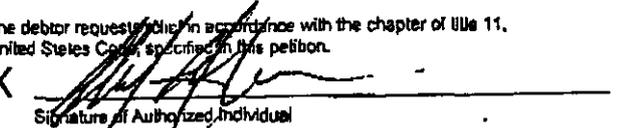
 Social Security Number

 Address

 Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document

Signature of Debtor (Corporation/Partnership)
 I declare under penalty of perjury that the information provided in this Petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
 Signature of Authorized Individual

Michael Katzenstein
 Printed Name of Authorized Individual

 Date

 Chief Executive Officer
 Title of Authorized Individual

 Date

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

X _____
 Signature of Bankruptcy Petition Preparer

 Date

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

ATTACHMENTS TO VOLUNTARY PETITION

A All Other Names Used by the Debtor in the Last 6 years (Including Trade Names)

The following list of other names includes those used by subsidiaries and affiliated entities:

CTC Communications Group, Inc.	
CTC Communications Leasing Corp.	
CTC Communications of Virginia, Inc.	

B. Location of Assets of Business Debtor (if different from street address): Debtor owns or leases assets (principally telecommunications equipment) at certain office locations, 3rd party collocation facilities and carrier hotels as indicated on Schedule 1 attached hereto.^{1,2}

¹ The Debtors have attempted to attach a complete list of the location of assets; however, may have inadvertently omitted certain locations.

² The company has extensive telecommunications networks consisting of fiber optic and copper cabling and telecommunication transmission facilities and electronic equipment connecting and lying between the above referenced locations and customers premises.